

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE and CO., <i>et al.</i> ¹ ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: July 18, 2005
	:	Hearing Date: TBD, if necessary

**FEE DETAIL FOR PITNEY HARDIN LLP'S
FORTY-EIGHTH INTERIM FEE APPLICATION FOR THE PERIOD
FROM APRIL 1, 2005 THROUGH APRIL 30, 2005**

¹ The Debtors consist of the following 62 entities: W. R. Grace and Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace and Co.-Conn., A-1 Bit and Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., EandC Liquidating Corp., Emerson and Cuming, Inc.), Southern Oil, Resin and Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

EXHIBIT A

EXHIBIT A**FEEES FOR THE FEE PERIOD APRIL 1, 2004 THROUGH APRIL 30, 2005**

Client: 082913 W.R. GRACE & CO. INSURANCE CO

Matter: 000009 NY Superfund Action

04/04/05	Confer with A. Marchetta regarding status of bankruptcy order and release of escrowed settlement funds after appeals period.		
15	M. Waller	0.2	75.00
04/04/05	Follow up with J. Posner regarding additional information re: release of escrowed settlement funds.		
15	M. Waller	0.2	75.00
04/04/05	Receive and reply to memorandum from J. Posner regarding release of escrowed settlement funds.		
15	M. Waller	0.2	75.00
04/04/05	Monitored bankruptcy court website and reviewed court docket as requested by M. Waller re: notice of appeal of order approving settlement agreement		
4	S. Parker	0.2	25.00
04/05/05	Follow up re: periods for release of escrowed settlement funds and scheduling same.		
15	M. Waller	0.2	75.00
04/13/05	Work with M. Waller re: release of escrowed funds, including correspondence re same.		
4	A. Marchetta	0.2	105.00
04/13/05	Follow up with A. Marchetta re: notice to CNA re: transfer of escrowed settlement funds.		
15	M. Waller	0.2	75.00
04/13/05	Draft memorandum to B. Harsh (Grace) re: procedures and schedule to transfer of escrowed settlement funds and review response.		
15	M. Waller	0.2	75.00
04/13/05	Draft memorandum CNA counsel re: schedule to release escrowed settlement funds.		
15	M. Waller	0.3	112.50
04/13/05	Monitored SDNY website for issuance of new orders		
4	S. Parker	0.2	25.00

04/14/05	Telephone conference with F. Zaremby regarding wiring of CNA settlement funds and follow up with C. Coviello.		
15	M. Waller	0.4	150.00
04/14/05	Attend to transfer of escrowed settlement funds and follow up with S. Parker regarding check of docket for any notices of appeal.		
15	M. Waller	0.6	225.00
04/14/05	Monitored bankruptcy court website and reviewed court docket as requested by M. Waller re: notice of appeal of order approving settlement agreement, and worked with M. Waller re: status of same.		
4	S. Parker	0.3	37.50

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK</u> <u>CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
A. Marchetta	4	0.2	525.00	105.00
M. Waller	15	2.5	375.00	937.50
S. Parker	4	0.7	125.00	87.50
	TOTAL	3.4		1,130.00

Client: 082910 W.R. GRACE & CO.
Matter: 102292 Tahari, Ltd.

04/25/05	Telephone conference with R. Laudor, of D. Rozenholc's office counsel for Tahari re adjourning disclosure responses by one week, including review and execution of Stipulation regarding same		
15	B. Benjamin	0.2	78.00
04/27/05	Review/analysis three boxes of documents forwarded by E. Eller, responding to document demands from Tahari		
15	B. Benjamin	1.7	663.00
04/27/05	Review/analysis E. Eller memorandum re proposed responses to Interrogatories from Tahari, including preparation of Interrogatory Responses re same		
15	B. Benjamin	1.2	468.00
04/28/05	Draft correspondence to V. Finkelstein re extension of time to respond to discovery		
15	B. Benjamin	0.2	78.00

FEE SUMMARY - SORTED BY TIMEKEEPER

TASK

<u>Timekeeper</u>	<u>CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
B. Benjamin	15	3.3	390.00	1,287.00
	TOTAL	3.3		1,287.00

Client: 082910 W.R. GRACE & CO.

Matter: 111099 Trenton Environmental Issues

03/25/05	Conference with A. Marchetta and M. Waller on new matter.			
4	J. Scordo	0.3		118.50
04/01/05	Work with M. Waller re: site issues.			
4	A. Marchetta	0.2		105.00
04/01/05	Review comments from R. Weinroth to draft memorandum summarizing conference call regarding Trenton site and follow up with A. Marchetta regarding same.			
15	M. Waller	0.4		150.00
04/01/05	Finalize chart of publicly available sources of information regarding former Trenton facility			
15	M. Waller	0.4		150.00
04/04/05	Follow up re: articles and information to client.			
4	A. Marchetta	0.4		210.00
04/04/05	Review report re: testing of sites adjacent to Trenton facility.			
15	M. Waller	0.2		75.00
04/04/05	Confer with A. Marchetta regarding testing of sites adjacent to former Trenton facility and status call with R. Weinroth regarding same.			
15	M. Waller	0.2		75.00
04/05/05	Review news articles regarding former worker and potential interest in criminal investigations.			
15	M. Waller	0.3		112.50
04/07/05	Follow up with M. Waller and R. Weinroth re: issues and telephone calls re: same.			
4	A. Marchetta	0.6		315.00
04/07/05	Work with S. Parker regarding search for additional news articles regarding former Trenton facility.			
15	M. Waller	0.1		37.50
04/07/05	Review news articles regarding former facility and additional DHSS information sessions and meetings with local residents and draft			

15	memorandum regarding same to A. Marchetta. M. Waller	0.3	112.50
04/07/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant and upcoming NJDHSS community meetings, and worked with M. Waller re: status of same		
4	S. Parker	0.7	87.50
04/08/05	Telephone conference with client and R. Weinroth and M. Waller re: recent developments and DOH meeting.		
4	A. Marchetta	0.5	262.50
04/08/05	Work with A. Marchetta regarding conference call with R. Weinroth and R. Senfleben and news article re: DHSS information session and participate in conference call.		
15	M. Waller	0.6	225.00
04/08/05	Draft e-mail memorandum to R. Weinroth regarding and forwarding news article re: DHSS information sessions.		
15	M. Waller	0.4	150.00
04/11/05	Review notes from calls with R. Weinroth and R. Senfleben with A. Marchetta and draft summary memorandum regarding same and DHSS information session scheduled for 4/12.		
15	M. Waller	0.6	225.00
04/11/05	Confer with A. Marchetta regarding informational meetings and provide D. Levithan (Sterns and Weinroth) with meeting information.		
15	M. Waller	0.2	75.00
04/11/05	Review recent news article and follow up with S. Muhlstock regarding location and type of public information available.		
15	M. Waller	0.3	112.50
04/11/05	Draft memorandum to A. Marchetta regarding availability of public record at local libraries and review response from A. Marchetta regarding same.		
15	M. Waller	0.4	150.00
04/11/05	Confer with D. Levithan (Sterns and Weinroth) with meeting information and follow up with A. Marchetta regarding same.		
15	M. Waller	0.3	112.50
04/11/05	Review article regarding EPA actions per conference with M. Waller.		
15	S. Muhlstock	0.1	27.00
04/13/05	Follow up with M. Waller re Department of Health meeting and discussion		

4	on same and e-mails to client re status. A. Marchetta	0.3	157.50
04/13/05	Telephone conference with paralegal from R. Weinroth's office regarding 4/12 sessions hosted by DHSS and ASTDR and draft summary of same to A. Marchetta.		
15	M. Waller	0.5	187.50
04/13/05	Follow up with A. Marchetta re: DHSS meeting.		
15	M. Waller	0.3	112.50
04/13/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant and upcoming NJDHSS community meetings, and worked with M. Waller re: status of same		
4	S. Parker	0.3	37.50
04/14/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant and worked with M. Waller re: status of same.		
4	S. Parker	0.3	37.50
04/15/05	Review article regarding traces of asbestos found at former factory.		
15	M. Waller	0.2	75.00
04/15/05	Review materials obtained from Health Consultations and draft memorandum summarizing same.		
15	M. Waller	0.6	225.00
04/15/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant.		
4	S. Parker	0.2	25.00
04/16/05	Follow up re: information from public meetings.		
4	A. Marchetta	0.5	262.50
04/18/05	Telephone conference and emails and follow up re: conference call to discuss strategy re: legislature; work with R. Weinroth and M. Waller re: hearing and statement.		
4	A. Marchetta	1.5	787.50
04/18/05	Review news articles regarding Trenton site and State Assembly panel investigation.		
15	M. Waller	0.4	150.00
04/18/05	Review e-mails with client and confer with A. Marchetta regarding conference call with client re: strategy and preparation for Assembly panel		

15	inquiry. M. Waller	0.3	112.50
04/18/05	Preparation of notice of conference call and forward scanned versions of relevant information distributed at DHSS/ATDSR health consultations.		
15	M. Waller	0.3	112.50
04/18/05	Participate in conference call with client, K&E counsel and R. Marriam regarding State Assembly panel inquiry regarding former Grace site in Hamilton Township and follow up with A. Marchetta regarding preparation of statement to Assembly panel.		
15	M. Waller	1.2	450.00
04/19/05	Work with M. Waller re: research and statement to legislature; follow up re: plant fire and information to clients re: same.		
4	A. Marchetta	1.0	525.00
04/19/05	Confer with A. Marchetta regarding fire at former Grace facility in Hamilton.		
15	M. Waller	0.2	75.00
04/19/05	Conduct research re: news articles reporting on fire at former Grace facility, review same and prepare memorandum distributing news articles to client.		
15	M. Waller	0.5	187.50
04/19/05	Reviewing ISRA files for Grace facility.		
15	M. Waller	0.6	225.00
04/20/05	Follow up re: news articles and preparation of statement, including telephone conference re: press conference.		
4	A. Marchetta	1.0	525.00
04/20/05	Continue drafting preparing statement.		
15	M. Waller	1.4	525.00
04/20/05	Monitoring Hamilton Forum on NJ.com for comments re: facility fire.		
15	M. Waller	0.3	112.50
04/20/05	Review recent news articles regarding Trenton site and fire and follow up with A. Marchetta regarding same.		
15	M. Waller	0.4	150.00
04/20/05	Monitor NJ.com website and confer with S. Parker regarding Trenton site and recent fire and draft memorandum to client regarding same and forwarding recent news articles.		
15	M. Waller	0.4	150.00

04/20/05	Follow up with A. Marchetta regarding recent news articles regarding Trenton facility and statement for joint assembly panel.		
15	M. Waller	0.2	75.00
04/20/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant and worked with M. Waller re: status of same		
4	S. Parker	0.3	37.50
04/21/05	Emails and follow up re: press release, press conference and legislative statement.		
4	A. Marchetta	0.6	315.00
04/21/05	Review memorandum, press release, and proposed legislation, confer with A. Marchetta regarding same and forward to clients with comment.		
15	M. Waller	0.5	187.50
04/21/05	Confer with A. Marchetta regarding Trenton news articles, press conference by Greenstein and McKeon, and conference call with R. Weinroth regarding site issues.		
15	M. Waller	0.4	150.00
04/21/05	Reviewing news articles regarding Trenton facility fire and asbestos testing and NJ.com Hamilton forum.		
15	M. Waller	0.4	150.00
04/21/05	Drafting memorandum regarding news articles to client.		
15	M. Waller	0.5	187.50
04/21/05	Reviewing testimony of EPA case manager and drafting statement for joint Judiciary and Environment and Solid Waste Assembly inquiry.		
15	M. Waller	2.0	750.00
04/22/05	Drafting statement for panel inquiry by Judiciary and Environment and Solid Waste Assembly committees.		
15	M. Waller	1.1	412.50
04/22/05	Telephone conferences and emails re: letter to P. Norris on legislative hearings.		
4	A. Marchetta	0.9	472.50
04/22/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant, and worked with M. Waller re: status of same		
4	S. Parker	0.4	50.00

04/23/05	Follow up re: proposed conference call and legislative statement.		
4	A. Marchetta	0.3	157.50
04/25/05	Drafting additions and revisions to prepared statement for joint Assembly committee panel; Draft e-mail to A. Marchetta forwarding same.		
15	M. Waller	2.6	975.00
04/25/05	Reviewing news articles regarding Trenton facility fire and asbestos testing and NJ.com Hamilton forum.		
15	M. Waller	0.3	112.50
04/25/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant		
4	S. Parker	0.2	25.00
04/26/05	Work on statement; conference with M. Waller and client re: same.		
4	A. Marchetta	1.1	577.50
04/26/05	Reviewing news articles regarding Trenton facility fire and asbestos testing and NJ.com Hamilton forum.		
15	M. Waller	0.2	75.00
04/26/05	Meeting with A. Marchetta re: revisions to prepared statement, revise same and distribute with memorandum to client and co-counsel.		
15	M. Waller	0.6	225.00
04/26/05	Participate in conference call with client, R. Weinstein and co-counsel from Kirkland regarding status of matter, prepared statement, and strategy, and follow up with A. Marchetta regarding revisions to prepared statement.		
15	M. Waller	0.7	262.50
04/26/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant		
4	S. Parker	0.2	25.00
04/27/05	Review and comment on changes to statement.		
4	A. Marchetta	0.5	262.50
04/27/05	Drafting additions and revisions to prepared statement to incorporate comments from 4/26 conference call, reviewing testimony of M. Ferriola (USEPA) and incorporating revisions to statement reflecting same.		
15	M. Waller	2.9	1,087.50
04/27/05	Confer with A. Marchetta regarding additions and revisions to prepared statement, finalize same per comments, and forward with comment to client		

	and co-counsel.		
15	M. Waller	0.7	262.50
04/27/05	Review news article re: inquiry into EPA actions at Hamilton site and review local e-forums.		
15	M. Waller	0.4	150.00
04/28/05	Review comments to revised proposed prepared statement to Assembly committee joint panel.		
15	M. Waller	0.4	150.00
04/29/05	Develop alternate language re: testimony of Ferriola for prepared statement for inquiry by joint panel re: Hamilton facility and draft e-mail to M. Marchetta re: revised statement and alternate language.		
15	M. Waller	0.4	150.00
04/29/05	Reviewing news articles and Hamilton forums re: former Hamilton facility.		
15	M. Waller	0.3	112.50
04/29/05	Reviewing comments and suggested revisions from R. Finke, P. Norris, and M. Schnitz and revising prepared statement for inquiry by joint panel re: Hamilton facility in accord with same.		
15	M. Waller	1.9	712.50
04/29/05	Conducted searches re: compilation of information on current status of investigation of Hamilton plant		
4	S. Parker	0.2	25.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK</u>	<u>CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
A. Marchetta		4	9.4	525.00	4,935.00
M. Waller		15	28.8	375.00	10,800.00
J. Scordo		4	0.3	395.00	118.50
S. Muhlstock		15	0.1	270.00	27.00
S. Parker		4	2.8	125.00	350.00
	TOTAL		41.4		16,230.50

Client: 082910 W.R. GRACE & CO.

Matter: 065656 Weja, Inc.

04/01/05	Address appeal issues on reply briefs.		
15	W. Hatfield	4.7	1,574.50
04/01/05	Review summaries of positions prepared by B. Hatfield in oil companies'		

4	briefs. R. Rose	1.2	510.00
04/01/05 4	Prepare outline for reply to oil companies. R. Rose	1.4	595.00
04/01/05 4	Begin drafting reply brief to oil companies. R. Rose	4.1	1,742.50
04/01/05 15	Continued to review Weja's appellate brief for accuracy of citations. J. Spielberg	2.8	672.00
04/02/05 15	Review draft preliminary statement. W. Hatfield	0.4	134.00
04/02/05 4	Continue draft reply brief to oil companies. R. Rose	7.0	2,975.00
04/02/05 15	Continued to review Weja's appellate brief for accuracy of citations. J. Spielberg	1.2	288.00
04/03/05 15	Continued to review Weja's appellate brief for accuracy of citations. J. Spielberg	1.7	408.00
04/04/05 15	Address appeal issues on Weja brief. W. Hatfield	0.5	167.50
04/04/05 4	Complete initial draft of reply brief to oil companies. R. Rose	6.1	2,592.50
04/04/05 15	Telephone conversation with Suffolk County Sheriff's office re payment of commission and fees. R. Gottilla	0.2	73.00
04/05/05 4	Follow up re approval status and order re CNA. A. Marchetta	0.4	210.00
04/05/05 15	Review and comment on draft reply brief to oil companies. W. Hatfield	1.4	469.00
04/05/05 15	Review memo on citation issues in Weja response brief. W. Hatfield	0.4	134.00
04/05/05 15	Address Weja insurance carrier request for appellate brief. W. Hatfield	0.2	67.00

04/05/05 4	Begin draft of reply to Richards/Sunrich brief. R. Rose	5.2	2,210.00
04/05/05 15	Receipt and review of letter from Biehl enclosing payment on Teich judgment. R. Gottilla	0.2	73.00
04/05/05 15	Correspondence to Biehl acknowledging receipt of payment on Teich judgment and providing a recapitulation of payments setting forth balance remaining due on judgment. R. Gottilla	0.6	219.00
04/05/05 15	Conducted research on the issue of manual tank gauging. J. Spielberg	2.1	504.00
04/05/05 4	Draft memo re: appendix and follow-up with B. Rose. F. Stella	0.8	208.00
04/06/05 15	Address Weja reply brief issues. W. Hatfield	0.7	234.50
04/06/05 15	Review correspondence with Teich and forward to clients. W. Hatfield	0.3	100.50
04/06/05 4	Continue draft of reply to Richards/Sunrich brief. R. Rose	4.0	1,700.00
04/06/05 15	Continued to search for unpublished decision re: sticking of fuel tanks. J. Spielberg	0.6	144.00
04/06/05 4	Follow up on respondent appendix submission to the court. F. Stella	0.3	78.00
04/07/05 15	Address Richards/Sunrich reply brief issues. W. Hatfield	1.0	335.00
04/07/05 15	Finalize letter to clients on Teich issues. W. Hatfield	0.2	67.00
04/07/05 4	Continue draft of reply to Richards/Sunrich brief. R. Rose	5.3	2,252.50
04/07/05 4	Follow-up on appendices issues. F. Stella	0.5	130.00
04/08/05	Review court order on appeal briefing.		

15	W. Hatfield	0.1	33.50
04/08/05	Review and comment on reply brief section for Richards/Sunrich.		
15	W. Hatfield	0.9	301.50
04/08/05	Draft reply brief to Weja and Teich response papers on appeal.		
15	W. Hatfield	2.0	670.00
04/08/05	Complete initial draft of reply to Richards/Sunrich brief.		
4	R. Rose	4.2	1,785.00
04/11/05	Address issues on Teich payment of judgment.		
15	W. Hatfield	0.4	134.00
04/11/05	Address reply brief issues.		
15	W. Hatfield	0.4	134.00
04/11/05	Begin review of Weja brief and discuss scheduling with W. Hatfield.		
4	R. Rose	5.3	2,252.50
04/11/05	Confirm with the court the filing date for the Stipulation and update W. Hatfield on status of decision on Weja' motion for an over length brief.		
4	F. Stella	0.3	78.00
04/12/05	Address Teich collection issues.		
15	W. Hatfield	0.1	33.50
04/12/05	Address appeal issues and draft brief.		
15	W. Hatfield	6.4	2,144.00
04/12/05	Telephone conference re: Teich monies and distribution of same.		
4	A. Marchetta	0.4	210.00
04/12/05	Continue review of Weja brief and outline of response.		
4	R. Rose	4.8	2,040.00
04/13/05	Draft reply brief on Weja sections.		
15	W. Hatfield	3.7	1,239.50
04/13/05	Complete review and outline response to Weja brief.		
4	R. Rose	2.7	1,147.50
04/13/05	Follow up with client re issues for release of funds; review re same.		
4	A. Marchetta	0.2	105.00
04/14/05	Address Sunoco request and analysis for site costs on potential settlement.		

15	W. Hatfield	0.8	268.00
04/14/05	Follow up re issues of clean up costs.		
4	A. Marchetta	0.2	105.00
04/14/05	Address reply brief issues.		
15	W. Hatfield	5.8	1,943.00
04/14/05	Telephone from Sunoco counsel concerning Grace cleanup costs and settlement position; discuss same with W. Hatfield.		
4	R. Rose	0.2	85.00
04/14/05	Review and edit draft reply brief to Shell and Sunoco.		
4	R. Rose	3.9	1,657.50
04/14/05	Correspondence to Sheriff of Suffolk County enclosing payment for commission and fees based on real estate execution.		
15	R. Gottilla	0.4	146.00
04/15/05	Begin edit and revision of reply to Weja brief.		
4	R. Rose	1.2	510.00
04/15/05	Complete revisions to reply brief to Shell, Sunoco and Richards briefs.		
4	R. Rose	3.5	1,487.50
04/15/05	Draft reply brief on Weja sections.		
15	W. Hatfield	7.2	2,412.00
04/15/05	Address strategy on reply brief to Weja' opposition.		
4	F. Stella	0.5	130.00
04/16/05	Continue edit and revision of reply to Weja brief.		
4	R. Rose	3.8	1,615.00
04/18/05	Telephone call from Sunoco counsel concerning settlement letter and forward special sheet with 1999-2004 clean-up expenses.		
4	R. Rose	0.5	212.50
04/18/05	Begin reading Response to Weja's opposition brief and modify citations.		
4	F. Stella	0.8	208.00
04/19/05	Continue review and edit of reply to Weja brief.		
4	R. Rose	1.5	637.50
04/20/05	Review and follow up re: fire articles.		
4	A. Marchetta	0.4	210.00

04/20/05 15	Continue review and edit of reply to Weja brief. R. Rose	1.2	510.00
04/20/05 15	Review of file status and balance due on Teich judgment. R. Gottilla	0.2	73.00
04/21/05 4	Continue preparation of reply brief. R. Rose	1.2	510.00
04/22/05 4	Continue preparation of reply brief. R. Rose	2.5	1,062.50
04/25/05 4	Complete revision to initial draft of Weja reply brief. R. Rose	5.0	2,125.00
04/26/05 15	Review correspondence to client and order. W. Hatfield	0.3	100.50
04/26/05 15	Address request for documents on Sunoco settlement issues. W. Hatfield	1.6	536.00
04/26/05 4	Address revisions to Weja brief with W. Hatfield. R. Rose	0.5	212.50
04/26/05 4	Review Weja clean-up cost figures and forward same to Sunoco counsel in connection with settlement discussions. R. Rose	0.5	212.50
04/27/05 15	Review and edit Weja reply brief. W. Hatfield	1.4	469.00
04/28/05 15	Address Weja reply brief. W. Hatfield	4.6	1,541.00
04/28/05 4	Review drafts' and brief citation. R. Rose	0.8	340.00
04/28/05 15	Review of status of matter and judgment balance. R. Gottilla	0.2	73.00
04/28/05 15	Correspondence to F. Biehl re deadline for paying judgment balance or proceeding with further action. R. Gottilla	0.4	146.00
04/28/05	Cite check reply brief.		

4	F. Stella	2.5	650.00
04/29/05	Address citations to record and Frantzman issues.		
15	W. Hatfield	1.5	502.50
04/29/05	Call with App Div case manager on reply briefing.		
15	W. Hatfield	0.2	67.00
04/29/05	Review, revise and combine reply brief sections per App. Division.		
15	W. Hatfield	2.0	670.00
04/29/05	Discuss Appellate Division Clerk's office direction requiring single reply brief with W. Hatfield.		
4	R. Rose	0.3	127.50
04/29/05	Begin review and edit of combined summary judgment and trial briefs.		
4	R. Rose	4.0	1,700.00
04/29/05	Researched the issue of recoverable damages under piercing the corporate veil.		
15	J. Spielberg	2.3	552.00
04/30/05	Address appeal issues.		
15	W. Hatfield	0.3	100.50
04/30/05	Review and edit combined reply briefs.		
4	R. Rose	2.8	1,190.00

FEE SUMMARY - SORTED BY TIMEKEEPER

<u>Timekeeper</u>	<u>TASK</u> <u>CODE</u>	<u>HOURS</u>	<u>RATE</u>	<u>FEE</u>
R. Rose	4	84.7	425.00	35,997.50
A. Marchetta	4	1.6	525.00	840.00
R. Gottilla	15	2.2	365.00	803.00
W. Hatfield	15	49.5	335.00	16,582.50
F. Stella	4	5.7	260.00	1,482.00
J. Spielberg	15	10.7	240.00	2,568.00
	TOTAL	154.4		58,273.00

EXHIBIT B

EXHIBIT B**EXPENSES FOR THE FEE PERIOD APRIL 1, 2005 THROUGH APRIL 30, 2005****Engagement Costs – New York Superfund Action**

03/02/05	Pd Genesys Conf; AJM; Ck# 272882 ²	29.51
04/29/05	DOCUMENT ACCESS FACILITY - APRIL 05	2864.00
	Telephone	5.06
	Matter Total Engagement Cost	2,898.57

Engagement Costs – Tahari Ltd.

01/21/05	Pd Aetna Central Judicial Service for follow for signed order; MJN; Inv. # 31; CK# 273698 ³	26.50
	Duplicating	7.28
	Matter Total Engagement Cost	33.78

Engagement Costs – Trenton Environmental Issues

Duplicating	75.74
Matter Total Engagement Cost	75.74

Engagement Costs – Weja, Inc.

Computer Assisted Research ⁴	674.74
Duplicating	16.94
Matter Total Engagement Cost	691.68

² See Genesys Conferencing Invoice Number I-241244 dated 3/7/2005 attached hereto as Exhibit 1.

³ See Invoice Number 11 Aetna Central Judicial Services attached hereto as Exhibit 2.

⁴ See Pitney Hardin LLP Engagement Cost Report for the period 4/1/2005 to 5/1/2005 attached hereto as Exhibit 3.

EXHIBIT 1

Leading Conferencing Specialist

Account No.	Invoice No.	Invoice Date	Due Date	Amount Due	Currency
APIT1	1-241244	3/7/2005	4/30/2005	857.60	USD

TeleDirect (Resrvd Unattended) -Usage Details

Conference date:	2/10/2005 10:26:26	Duration:	00:23
Meeting ID:	6718118	UNATTENDED	
Reservation ID:	650030	Scheduler:	Rachel Rosen
		Moderator:	Marchetta Anthony
Client Matter Number:	092913.000009		

Line	Participant	Phone Number	Item	Start time	Time zone	Quantity	Amount
1	Anonymous User	8004231988	TeleDirect Toll Free	2/10/2005 10:26:07	US-VA	23.00 mn	6.67
2	Anonymous User	8004231988	TeleDirect Toll Free	2/10/2005 10:29:52	US-VA	1.00 mn	0.29
3	Anonymous User	8004231988	TeleDirect Toll Free	2/10/2005 10:30:04	US-VA	19.00 mn	5.51
4	Anonymous User	8004231988	TeleDirect Toll Free	2/10/2005 10:30:25	US-VA	18.00 mn	5.22
5	Anonymous User	8004231988	TeleDirect Toll Free	2/10/2005 10:30:37	US-VA	18.00 mn	5.22
6	Anonymous User	8004231988	TeleDirect Toll Free	2/10/2005 10:31:33	US-VA	17.00 mn	4.93
Total Cost							27.84

1.6
29.51

TeleDirect (Resrvd Unattended) Summary

Item	Quantity	Cost
TeleDirect Toll Free	96.00 mn	27.84

EXHIBIT 2

INVOICE # 31 TO: PITNEY, HARDIN, KIPP & SZUCH ESQ.,

AETNA CENTRAL JUDICIAL SERVICES

SERVE DATE	RECORD NUMBER	CLIENT FILE #	C A P T I O N	R E C I P I E N T	SERV CODE	FEES ADVANCE	TOTAL CHARGE
12/23/2004	1PHKS172045	See acctd CHIPPENDALES USA 185WF	Firm v HOWARD RINGER	IPT	BGD	0.00	<u>30.00</u>
12/23/2004	1PHKS145443	026201 07/17/06 FIRST STATE BANK 165JHS	v 316 BOWERY	LT	A	0.00	<u>5.00</u>
12/29/2004	1PHKS137576	-C. Chiu Personal LOIS ROSENBLATT 0099000. 4099384 / (chiu)	v CHING-CHUNG YEH	ACCT	B	0.00	<u>10.00</u>
12/30/2004	1PHKS137577	515999.095064 GENERAL ELECTRIC - 18125B	v GUY ETIENNE	FS	EG	15.00	<u>75.00</u>
01/05/2005	1PHKS172056	-R. Bon 515999.110395 GENERAL ELECTRIC CAPITAL	v NY MEDSCAN, LLC	FS	B	35.00	<u>60.00</u>
01/07/2005	1PHKS137638	-S. Bon MICHAEL BOYLE - 38027. 43248	v PERFORMANCE-MANNE	FS	B	0.00	<u>25.00</u>
01/07/2005	1PHKS137572	-R. Brown DEPARTMENT 13 006343.112664	v COGITO	IPT	B	0.00	<u>10.00</u>
01/10/2005	1PHKS137637	-M. Murphy NJR 002807.112348	v ECORP MARKETING	LIT	AG	0.00	<u>15.00</u>
01/13/2005	1PHKS172061	005567108661 ELIOT SPITZER 187RWR	v RICHARD GRASSO	LIT	B	0.00	<u>25.00</u>
01/14/2005	1PHKS145451	HUDSON DFF - No# for entry	FS	A	0.00	<u>5.00</u>	
01/18/2005	1PHKS137636	003933.104197 DANA GROSS 120msw	v TICKET MASTER	LIT	BE	0.00	<u>25.00</u>
01/19/2005	1PHKS172058	-515999.109597 ATLANTIC IMAGING - 181208	v ATLANTIC IMAGING	FS	BED	0.00	<u>25.00</u>
01/20/2005	1PHKS145450	- ARMS & TIGER - FIRM	FIRM	E	45.00	<u>75.00</u>	
01/21/2005	9PHKS137575	- 1114 TRIZSCHMAN-SWIG 082910.102292	v WR GRACE	LIT	ED	1.50	<u>26.50</u>
ORDER							

waiting on
missing mtr nos.
for Hudson: 1 \$5.00

Clients = \$ 290.50
Firm = \$ 105.-
Personal = \$ 10.-
411.50

NY=office

Depts

PAID.....
APPROVED.....
VENDOR NO. 030006
CHECK NO. 273698
CHARGE (DSO)

FS \$ 190.-
IPT \$ 40.-
LIT \$ 96.50
ACCT \$ 85.-
411.50

28953
\$301.00
ENTERED IN
COMPUTER BY: *Cal*
4/30/05
entry date
5/2/05

EXHIBIT 3

6/21/2005

1:13 PM

Includes: Hard, Soft, Billed

Pitney Hardin LLP

Engagement Cost Report

Periods: 200504 To 200505 Dates: 4/1/2005 To 5/1/2005

(PHDSB02JB)

Req'd By: kandolab

Currency: USD

Client: 082910 W.R. GRACE & CO.

Matter: 065656 Weja, Inc.

Trans Date	Disb	Description	Disb ID	Task Code	Bill Num	Bill Date	Base Amount	To Bill Amount	Billed Amount
Client: 082910 W.R. GRACE & CO.									
Cost Code: CAR Computer Assisted Research									
4/29/2005	CAR		1844273	55	2080041	5/17/2005	\$189.49	\$189.49	\$189.49
4/29/2005	CAR		1844376	55	2080041	5/17/2005	\$221.34	\$221.34	\$221.34
4/29/2005	CAR		1844377	55	2080041	5/17/2005	\$263.91	\$263.91	\$263.91
Cost Code CAR Totals:									
							\$674.74	\$674.74	\$674.74
Matter 065656 Totals:									
							\$674.74	\$674.74	\$674.74
Client 082910 Totals:									
							\$674.74	\$674.74	\$674.74
Report Totals									
							\$674.74	\$674.74	\$674.74

**IN THE UNITED STATES BANKRUPTCY COURT
DISTRICT OF DELAWARE**

<i>In re</i>	:	Chapter 11
	:	Case No. 01-01139 (JKF)
W. R. GRACE & CO., <i>et al.</i> ¹ ,	:	(Jointly Administered)
	:	
Debtors.	:	Objection Deadline: July 18, 2005
	:	Hearing Date: TBD, if necessary

VERIFICATION

ANTHONY J. MARCHETTA, after being duly sworn according to law, deposes and says:

1. I am a partner with the applicant firm, Pitney Hardin LLP, and am a member in good standing of the bars of the State of New Jersey, the United States District Court for the District of New Jersey, the United States Court of Appeals for the Third Circuit, the United States District Court for the Northern District of New York, the United States District Court for the Eastern District of New York, the United States District Court for the Southern District of

¹ The Debtors consist of the following 62 entities: W. R. Grace & Co. (f/k/a Grace Specialty Chemicals, Inc.), W. R. Grace & Co.-Conn., A-1 Bit & Tool Co., Inc., Alewife Boston Ltd., Alewife Land Corporation, Amicon, Inc., CB Biomedical, Inc. (f/k/a Circe Biomedical, Inc.), CCHP, Inc., Coalgrace, Inc., Coalgrace II, Inc., Creative Food 'N Fun Company, Darex Puerto Rico, Inc., Del Taco Restaurants, Inc., Dewey and Almy, LLC (f/k/a Dewey and Almy Company), Ecarg, Inc., Five Alewife Boston Ltd., G C Limited Partners I, Inc. (f/k/a Grace Cocoa Limited Partners I, Inc.), G C Management, Inc. (f/k/a Grace Cocoa Management, Inc.), GEC Management Corporation, GN Holdings, Inc., GPC Thomasville Corp., Gloucester New Communities Company, Inc., Grace A-B Inc., Grace A-B II Inc., Grace Chemical Company of Cuba, Grace Culinary Systems, Inc., Grace Drilling Company, Grace Energy Corporation, Grace Environmental, Inc., Grace Europe, Inc., Grace H-G Inc., Grace H-G II Inc., Grace Hotel Services Corporation, Grace International Holdings, Inc. (f/k/a Dearborn International Holdings, Inc.), Grace Offshore Company, Grace PAR Corporation, Grace Petroleum Libya Incorporated, Grace Tarpon Investors, Inc., Grace Ventures Corp., Grace Washington, Inc., W. R. Grace Capital Corporation, W. R. Grace Land Corporation, Gracoal, Inc., Gracoal II, Inc., Guanica-Caribe Land Development Corporation, Hanover Square Corporation, Homco International, Inc., Kootenai Development Company, L B Realty, Inc., Litigation Management, Inc. (f/k/a GHSC Holding, Inc., Grace JVH, Inc., Asbestos Management, Inc.), Monolith Enterprises, Incorporated, Monroe Street, Inc., MRA Holdings Corp. (f/k/a Nestor-BNA Holdings Corporation), MRA Intermedco, Inc. (f/k/a Nestor-BNA, Inc.), MRA Staffing Systems, Inc. (f/k/a British Nursing Association, Inc.), Remedium Group, Inc. (f/k/a Environmental Liability Management, Inc., E&C Liquidating Corp., Emerson & Cuming, Inc.), Southern Oil, Resin & Fiberglass, Inc., Water Street Corporation, Axial Basin Ranch Company, CC Partners (f/k/a Cross Country Staffing), Hayden-Gulch West Coal Company, H-G Coal Company.

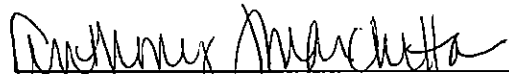
New York, the United States Court of Appeals for the Second Circuit, the United States Claims Court, the United States Tax Court, and the Supreme Court of the United States.

2. I have personally performed certain of, and overseen, the legal services rendered by Pitney Hardin LLP as counsel to the Debtors and am thoroughly familiar with all other work performed on behalf of the Debtors by the lawyers and other persons in the firm.

3. The facts set forth in the foregoing Application are true and correct to the best of my knowledge, information and belief.

Florham Park, New Jersey
Dated: June 23, 2005

Respectfully submitted,
PITNEY HARDIN LLP



Anthony J. Marchetta, Esq.
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Morristown, NJ 07962-1945
(Delivery) 200 Campus Drive
Florham Park, NJ 07932-0950